

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

_____	x	
SCOTT REIMER, Individually and on Behalf of all :	:	Civil Action No. 08 Civ. 411 (NRB)
Others Similarly Situated,	:	
	:	ECF Case
Plaintiff,	:	
	:	
vs.	:	
	:	
AMBAC FINANCIAL GROUP, INC., ROBERT J. :	:	
GENADER, PHILIP B. LASSITER, SEAN T. :	:	
LEONARD and THOMAS J. GANDOLFO,	:	
	:	
Defendants.	:	

_____	x	
MARKO BABIC, Individually and on Behalf of all :	:	Civil Action No. 08 Civ. 1273 (NRB)
Others Similarly Situated,	:	
	:	
Plaintiff,	:	
	:	
vs.	:	
	:	
AMBAC FINANCIAL GROUP, INC., ROBERT J. :	:	
GENADER, PHILIP B. LASSITER, SEAN T. :	:	
LEONARD and THOMAS J. GANDOLFO,	:	
	:	
Defendants.	:	

\_\_\_\_\_  
(Captions continued on subsequent page.)

**DEFENDANTS' RESPONSE TO THE MOTION OF THE U.S. PUBLIC PENSION  
FUNDS FOR APPOINTMENT AS LEAD PLAINTIFF AND THE MOTION OF INTER-  
LOCAL PENSION FUND GCC/IBT FOR APPOINTMENT AS LEAD PLAINTIFF**

_____	X	
KEVIN PARKER, Individually and on Behalf of all:	:	Civil Action No. 08 Civ. 1825 (NRB)
Others Similarly Situated,	:	
	:	
Plaintiff,	:	
	:	
vs.	:	
	:	
AMBAC FINANCIAL GROUP, INC., ROBERT J.:	:	
GENADER, PHILIP B. LASSITER, SEAN T.	:	
LEONARD and THOMAS J. GANDOLFO,	:	
	:	
Defendants.	:	
_____	X	
MINNEAPOLIS FIREFIGHTERS' RELIEF	:	Civil Action No. 08 Civ. 1918 (NRB)
ASSOCIATION, On Behalf of Itself and All others:	:	
Similarly Situated,	:	
	:	
Plaintiff,	:	
	:	
vs.	:	
	:	
AMBAC FINANCIAL GROUP, INC., ROBERT J.:	:	
GENADER, PHILIP B. LASSITER, SEAN T.	:	
LEONARD and THOMAS J. GANDOLFO,	:	
	:	
Defendants.	:	
_____	X	

Defendants respectfully submit this response to both the Motion of the U.S. Public Pension Funds and the Motion of Inter-Local Public Pension Fund GCC/IBT for Appointment as Lead Plaintiff.

Defendants take no position as to which, if any, plaintiff should be appointed lead plaintiff. Furthermore, we understand that, under this Court's rulings, any challenge by defendants pursuant to Federal Rule of Civil Procedure 23 to the adequacy or typicality of a lead plaintiff or to the appropriateness of class certification at this stage is "premature." *Yates v. Open Joint Stock Co. "Vimpel-Comm's"*, 2005 U.S. Dist. LEXIS 7717, at \*4-\*5 (S.D.N.Y. Apr. 26, 2005) (Buchwald, J.). Rather, we file this response solely to note that, under applicable law, defendants reserve their rights to object to the adequacy or typicality of any lead plaintiff, and to certification of a class pursuant to Rule 23, at the proper time. *See, e.g., Koppel v. 4987 Corp.*, 1999 U.S. Dist. LEXIS 12340, at \*25-\*26 (S.D.N.Y. Aug. 11, 1999) (acknowledging, in a decision appointing a lead plaintiff, defendants' reservation of "their rights to challenge plaintiff's adequacy as lead plaintiff when he moves for class certification"). If these actions survive a motion to dismiss, defendants will make any challenges pursuant to Rule 23 to the adequacy or typicality of a lead plaintiff or to the appropriateness of class certification at that time, in response to a motion for class certification. *See Weinberg v. Atlas Air Worldwide Holdings, Inc.*, 216 F.R.D. 248, 252 (S.D.N.Y. 2003) ("[A] wide ranging analysis under Rule 23 is not appropriate [at the lead plaintiff appointment stage] and should be left for consideration of a motion for class certification." (quotation omitted)).

Dated: New York, New York  
April 11, 2008

Respectfully submitted,

WACHTELL, LIPTON, ROSEN & KATZ

/s/ Peter C. Hein

Peter C. Hein (PH-5279)

Warren R. Stern (WS-2957)

Joshua A. Naftalis (JN-8054)

51 West 52nd Street

New York, New York 10019

Telephone: (212) 403-1000

Facsimile: (212) 403-2000

*Attorneys for Defendants*

SERVICE LIST

By ECF

Samuel H. Rudman  
David A. Rosenfeld  
Mario Alba, Jr.  
Coughlin Stoia Geller Rudman & Robbins LLP  
58 South Service Road, Suite 200  
Melville, New York 11747

Darren J. Robbins  
David C. Walton  
Coughlin Stoia Geller Rudman & Robbins LLP  
655 West Broadway, Suite 1900  
San Diego, California 92101

Donald R. Hall, Jr.  
Hae Sung Nam  
Joel B. Strauss  
Melinda Dierre Rodon  
Kaplan Fox & Kilsheimer LLP  
850 Third Avenue  
14th Floor  
New York, New York 10022

Gerald Harlan Silk  
Bernstein Litowitz Berger & Grossman LLP  
1285 Avenue of the Americas  
New York, New York 10019

*Attorneys for Plaintiffs*

By Mail

Jill Sharyn Abrams  
Abbey Spanier Rodd & Abrams, LLP  
212 East 39th Street  
New York, New York 10016

Donald J. Enright  
Elizabeth K. Tripodi  
Finkelstein Thompson LLP  
1050 30th Street, N.W.  
Washington, D.C. 20007

Robert M. Roseman  
Andrew D. Abramowitz  
David Felderman  
Spector Roseman & Kodroff, P.C.  
1818 Market Street, Suite 2500  
Philadelphia, Pennsylvania 19103

Richard A. Lockridge  
Karen H. Riebel  
Lockridge Grindal Nauen, P.L.L.P.  
100 Washington Avenue South, Suite 2200  
Minneapolis, Minnesota 55401

Christopher J. Keller  
Andrei V. Rado  
Alan I. Ellman  
Labaton Sucharow LLP  
140 Broadway  
New York, New York 10005

*Attorneys for Plaintiffs*